3rd

SPECIAL WARRANTY DEED

THIS INSTRUMENT PREPARED BY
BAKER, DONELSON, BEARMAN, CALDWELL & BERKOWITZ, P.C.
COMMERCE CENTER, SUITE 1000
211 COMMERCE STREET, NASHVILLE, TN 37201

Davidson County DEEDWARR
Recvd: 04/15/05 11:58 5 pgs
Fees:28.00 Taxes:7615.38
20050415-0042175

GRANTOR: LEGG INVESTMENTS-NOLENSVILLE, LLC

GRANTEE: KROGER LIMITED PARTNERSHIP I

Address New Owner As Follows:	Send Tax Bills To:	Map Parcel No.
Kroger Limited Partnership I c/o Real Estate Department 2620 Elm Hill Pike Nashville, TN 37214	Same	Part of Map 181 Parcel 49

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($ 10.00), cash in hand paid by **KROGER LIMITED PARTNERSHIP I**, an Ohio limited partnership, **GRANTEE**, and other good and valuable consideration, the receipt of which is hereby acknowledged, **LEGG INVESTMENTS-NOLENSVILLE, LLC, GRANTOR**, does hereby bargain, sell and convey to Grantee, its successors and assigns, real estate located in Davidson County, Tennessee, more fully described in **Exhibit A**, attached hereto and made a part hereof by this reference (the "Property").

The Property is unimproved property located on Nolensville Road in Nashville, Tennessee

This conveyance is expressly made subject to those matters more specifically set forth on **Exhibit B** attached hereto and incorporated herein by this reference.

STATE OF Tennessee
COUNTY OF Davidson

The actual consideration or value, whichever is greater, for this transfer is Two Million Fifty Eight Thousand Two Hundred Ten Dollars ($ 2,058,210.00)

Affiant

Sworn to and subscribed before me, this 14th day of April, 2005.

Notary Public
My Commission Expires: 10-16-07

PAMELA B. HAMPTON NOTARY PUBLIC AT LARGE CHEATHAM COUNTY, TN
My Comm Exp Oct 16, 2007

N WBD 499370 v4
1037746-000404 04/13/05

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to the Grantee, its successors and assigns forever.

And Grantor does covenant with the Grantee that Grantor is lawfully seized and possessed of the Property in fee simple, Grantor has a good right to convey the Property, and the Property is unencumbered and unrestricted except as to those matters set forth on **Exhibit B**, to which this conveyance is expressly made subject.

Except as to those matters set forth on **Exhibit B**, to which this conveyance is expressly made subject, Grantor does further covenant and bind Grantor, its successors and assigns, to warrant and forever defend the title to the Property to the Grantee, its successors and assigns against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise.

Witness my hand this 13th day of April, 2005.

LEGG INVESTMENTS - NOLENSVILLE, LLC,
a Delaware limited liability company

By: The Thompson Development Company, Inc.,
an Alabama corporation
Its Manager

By: _____
Name: Guy S. Clifton
Its: Vice-President

By: Legg Management, LLC,
a Delaware limited liability company
Its Manager

By: _____
Name: Murray Legg
Its: President

State of Alabama)
County of Jefferson)

Before me, the undersigned, a Notary Public of the state and county mentioned, personally appeared Guy S. Clifton, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Vice-President of The Thompson Development Company, Inc., a corporation and the Manager of Legg Investments-Nolensville, LLC, the within named bargainor, a limited liability company, and that he as such Vice-President, being duly authorized so to do, executed the foregoing instrument for the purpose therein contained, by personally signing the name of Legg Investments-Nolensville, LLC by himself as Vice-President of its Manager.

Witness my hand and seal, at office in Jefferson County, Alabama, this 13th day of April, 2005.

Justin D. Finger
Name: Justin D. Finger
Notary Public

[SEAL]

My Commission Expires:

10/20/07

State of Alabama)
County of Jefferson)

Before me, the undersigned, a Notary Public of the state and county mentioned, personally appeared Murray Legg, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the President of Legg Management, LLC, a limited liability company and the Manager of Legg Investments-Nolensville, LLC, the within named bargainor, a limited liability company, and that he as such President, being duly authorized so to do, executed the foregoing instrument for the purpose therein contained, by personally signing the name of Legg Investments-Nolensville, LLC by himself as President of its Manager.

Witness my hand and seal, at office in Jefferson County, Alabama, this 13th day of April, 2005.

Name: CHERYLS ISON
Notary Public

[SEAL]

My Commission Expires:

4-19-08

Exhibit A

Being a parcel of land in the Second Civil District of Nashville, Davidson County, Tennessee, located on the northerly margin of Nolensville Road (U.S. Highway 31-A) north of Petus Road and Williamson County line and being more particularly described as follows: To locate the POINT OF BEGINNING, commence at a fence corner in the north margin of Nolensville Road at the southwest corner of William Carter of record at Instrument No. 200111140124754, R.O.D.C.; Thence, with the west line of said William Carter N47°53'20"E a distance of 18.94 feet to an iron pin on the proposed new right-of-way for Nolensville Pike as shown on the proposed Mill Creek Towne Centre Subdivision 2005S-069G-12; thence with said proposed new right-of-way for Nolensville Pike N48°40'37"W a distance of 498.25 feet; thence with said proposed new right-of-way for Nolensville Pike N48°46'29"W a distance of 116.21 feet to the beginning of a curve concave northeasterly, having a radius of 37,282.97 feet a central angle of 00°11'45" and an arc length of 127.34 feet; thence with said proposed new right-of-way for Nolensville Pike and along said curve a chord bearing of N48°40'03"W a chord distance of 127.34 feet to a curve concave northeasterly, having a radius of 37,282.97 feet a central angle 00°06'10" and an arc length of 66.99 feet; thence with said proposed new right-of-way for Nolensville Pike and along said curve a chord bearing of N48°31'06"W a chord distance of 66.99 feet to the POINT OF BEGINNING of the parcel herein described; thence N41°49'39"E a distance of 851.52 feet; thence N48°10'21"W a distance of 163.63 feet; thence N42°57'30"W a distance of 16.09 feet; thence N37°44'38"W a distance of 75.24 feet; thence N43°14'47"W a distance of 23.68 feet; thence N48°44'56"W a distance of 127.58 feet to the beginning of a curve concave southwardly having a central angle of 35°16'39", a radius of 223.50 feet and an arc length of 137.61 feet; thence along said curve a chord bearing of N66°23'16"W a chord distance of 135.45 feet to the beginning of a curve concave southerly having a central angle of 41°10'27", a radius of 123.50 feet and an arc length of 88.75 feet; thence along said curve a chord bearing of S75°23'10"W a chord distance of 86.85 feet to the beginning of a curve concave northwesterly having a central angle of 27°01'55", a radius of 126.50 feet and an arc length of 59.68 feet; thence along said curve a chord bearing of S68°18'54"W a chord distance of 59.13 feet to the end of said curve; thence S81°49'51"W a distance of 37.18 feet; thence S08°10'08E a distance of 140.16 feet; thence S06°38'11"W a distance of 36.40 feet; thence S41°49'39"W a distance of 108.23 feet; thence S48°10'21"E a distance of 60.00 feet; thence S41°49'39"W a distance of 251.27 feet; thence S48°10'21"E a distance of 234.38 feet; thence S41°49'27"W a distance of 192.43 feet; to the beginning of a curve concave northeasterly, having a radius of 37,282.97 feet a central angle of 00°19'16" and an arc length of 209.03 feet; thence with said proposed new right-of-way for Nolensville Pike and along said curve a chord bearing of S48°19'22"E a chord distance of 209.03 feet to the POINT OF BEGINNING, and containing 8.7 acres, more or less, said parcel also being known as Lot 6 of the proposed Mill Creek Towne Centre Subdivision 2005S-069G-12.

Being a portion of the same property conveyed to Legg Investments-Nolensville, LLC, by deed from Hoover, Inc. recorded April _____, 2005, as Instrument No. 20050415-0042173, in the Register's Office for Davidson County, Tennessee, and using a legal description taken from the survey made by Thomas W. Brooks, Jr., Tennessee Registered Land Surveyor Number 2118, 720 Energy Center Boulevard, Suite 503, Northport, Alabama.

Exhibit B

Encumbrances

1. Ad valorem taxes for the year 2005 and subsequent years, a lien, not yet due and payable. Tax Parcel No. 181/49.

2. Easement(s) to the USA, as set forth in instrument recorded in Book 4424, page 967, Register's Office for Davidson County, Tennessee.